

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

WINC, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11238 (LSS)

(Jointly Administered)

Ref. Docket Nos. 444 & 449

**CERTIFICATION OF COUNSEL SUBMITTING *REVISED*
ORDER APPROVING AND CONFIRMING THE COMBINED DISCLOSURE
STATEMENT AND JOINT CHAPTER 11 PLAN OF WINC, INC.
AND ITS AFFILIATED DEBTORS**

On August 2, 2023, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Notice of Filing of Revised Proposed Order Confirming the Combined Disclosure Statement and Joint Chapter 11 Plan of Winc, Inc. and Its Affiliated Debtors* [Docket No. 449] (the “Proposed Confirmation Order”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

On August 3, 2023, the Court held a hearing (the “Hearing”) to consider confirmation of the *Combined Disclosure Statement and Joint Chapter 11 Plan of Winc, Inc. and Its Affiliated Debtors* [Docket No. 444]. At the Hearing, the Court indicated that it would approve the Proposed Confirmation Order provided that the Debtors made certain revisions to the Proposed Confirmation Order consistent with the Court’s ruling on the record of the Hearing. Accordingly, the Debtors revised the Proposed Confirmation Order, attached hereto as **Exhibit A** (the “Revised Proposed Confirmation Order”), to reflect the Court’s rulings and comments made on the record

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Winc, Inc. (8960); BWSC, LLC (0899); and Winc Lost Poet, LLC (N/A). The Debtors’ mailing address for purposes of these chapter 11 cases is 12405 Venice Boulevard, Box #1, Los Angeles, CA 90066.

at the Hearing. For the convenience of the Court and interested parties, attached hereto as **Exhibit B** is a blackline comparing the Proposed Confirmation Order to the Revised Proposed Confirmation Order. The Debtors have circulated the Revised Proposed Confirmation Order to the Office of the United States Trustee for the District of Delaware and counsel for the Official Committee of Unsecured Creditors, and such parties have informed the Debtors that they do not object to entry of the Revised Proposed Confirmation Order.

The Debtors respectfully submit that the Revised Proposed Confirmation Order is consistent with the Court's rulings and comments at the Hearing and entry of the Revised Proposed Confirmation Order is in the best interest of the Debtors and their estates. Accordingly, the Debtors respectfully request that the Court enter the Revised Proposed Confirmation Order at its earliest convenience without further notice or hearing.

Dated: August 3, 2023
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Shella Borovinskaya

Michael R. Nestor (No. 3526)

Matthew B. Lunn (No. 4119)

Allison S. Mielke (No. 5934)

Joshua B. Brooks (No. 6765)

Shella Borovinskaya (No. 6758)

Rodney Square

1000 North King Street

Wilmington, Delaware 19801

Telephone: (302) 571-6600

Facsimile: (302) 571-1253

Email: mnestor@ycst.com

mlunn@ycst.com

amielke@ycst.com

jbrooks@ycst.com

sborovinskaya@ycst.com

*Counsel to the Debtors and
Debtors in Possession*